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HOWICK-PAKURANGA BASEBALL CLUB
INCORPORATED

CONSTITUTION

ARTICLE I - NAME

This society shall be known as the Howick-Pakuranga Baseball Club Incorporated (The Club)

ARTICLE II - OBJECTIVE

SECTION 1

The objective of The Club is to foster the game of Baseball within the Howick-Pakuranga area and surrounding districts and to participate in baseball competition

SECTION 2

To establish this objective The Club will establish youth leagues under the Rules and Regulations of Little League Baseball and adult leagues under the Rules and Regulations of the New Zealand Baseball Federation. All Directors, Officers and Members shall bear in mind that the attainment of exceptional athletic skill or the winning of games is secondary, and the development of Baseball is of prime importance. The Club shall operate exclusively as a non profit educational organisation providing a supervised program of competitive baseball games. The Club shall not attempt to influence legislation, nor shall it participate in or intervene in any political campaign on behalf of any candidate for public office

ARTICLE III - OPERATIONS OF THE CLUB

SECTION 1 - THE BOARD OF DIRECTORS

There shall be four Board of Directors in the Adult League and four Board of Directors in the Youth League. Each Director shall be elected by members of The Club at the Annual General Meeting and shall hold a term of one year from the conclusion of that Annual General Meeting

SECTION 2 - CLUB OPERATIONS

The affairs of The Club shall be managed by the Board of Directors. The Board:

(a) shall control and manage the business and affairs of the Club and its jurisdiction shall extend to and be acknowledged by all members,



(b) may, subject to these Rules, The Incorporated Societies Regulations 1979 (the Regulations) and The Incorporated Societies Act 1908 (the Act), exercise all such powers and functions, as may be exercised by the Club These Rules to be exercised by General Meetings of the members of the Club;

(c) subject to these Rules, the Regulations and the Act, has power to perform all such acts and operations as appear, to the Board, to be essential for the proper management of the business and affairs of The Club;

(d) is to direct policy of The Club affecting its activities,

(e) shall appoint key positions and to fix their salaries or honorariums,

(f) shall appoint an Auditor annually.

SECTION 3 - OFFICERS OF THE CLUB

The Officers of The Club shall consist of:

(a) the President,

(b) the Vice-President,

(c) the Secretary; and

(d) the Treasurer.

These positions of office shall be elected from the Board of Directors by the Board of Directors by a majority (51%). Voting is to be by a show of hands.

SECTION 4 - PROCEEDINGS OF THE BOARD OF MANAGEMENT

At meetings of the Board the President, or in his or her absence, the Vice-President, shall preside. If the President, or Vice President are absent, such one of the remaining members of the Board, as may be chosen by the members present, shall preside.

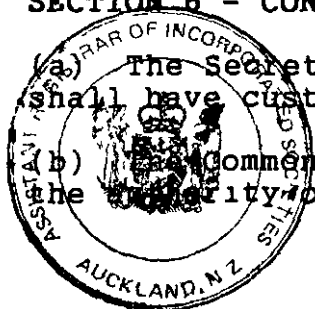
SECTION 5 - VACANCIES ON THE BOARD AND VACANCIES OF OFFICERS

In the event of a death, resignation, suspension or expulsion of a member of the Board of Directors, or Officer of The Club, a temporary replacement shall be found as soon as possible and be appointed by the Directors until such time as a permanent replacement is elected by a two-third (2/3rd) majority at the next General Meeting.

SECTION 6 - CONTROL AND USE OF THE COMMON SEAL

(a) The Secretary, duly elected by the procedures of the Constitution, shall have custody of the Common Seal at all times.

(b) The Common Seal shall not be affixed to any instrument, except with the majority of the Board of Directors.



(c) The affixing of the Common Seal shall be attested by the signatures, either of two members of the Board of Directors

SECTION 7 - DUTIES OF THE TREASURER

(a) The Treasurer, duly elected by the procedures of the Constitution, shall be responsible for all matters relating to The Club's financial business, that is, to collect and receive all monies due to The Club and make all payments authorised by The Club.

(b) The Treasurer shall have possession of all cheque books, bank accounts and any other documentation relating to The Club's finances.

(c) He/she shall submit a financial report to the Annual General Meeting and shall, upon request, supply a report to any General Meeting.

(d) He/she shall be solely responsible for all banking of The Club's monies and shall be one (1) of the two (2) signatories on all accounts. The second signatory on all of The Club's bank accounts shall be the President or the Secretary of The Club.

(e) At the Annual General Meeting the Treasurer shall present to its members a set of financial statements for their approval. The financial statements shall consist of:

- (1) a Receipts and Payments Account of The Club's last financial year;
- (11) the Statement of Income and Expenditure of The Club at the close of the said year, and
- (111) a Balance Sheet of The Club at the close of the said year

SECTION 8 - BORROWING OF FUNDS

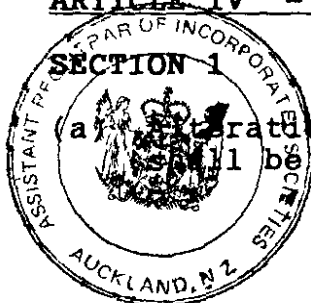
(a) The borrowing of funds shall be undertaken by the Board of Directors when deemed necessary for purposes appropriate for the benefit of The Club, and shall not contravene its objectives under ARTICLE II of this Constitution.

(b) A Special Meeting shall be held, where there must be at least twenty percent (20%) of registered members present in person, or representation by proxy ballot, to discuss the matter. Approval of such matter shall be by two-thirds (2/3rds) of the twenty percent of registered members named in this paragraph.

(c) The Board of Directors shall, upon receipt, distribute those funds according to the approved purpose of obtaining those funds.

ARTICLE IV - AMENDMENTS TO THE CLUB'S CONSTITUTION AND BY-LAWS

SECTION 1
(a) Alterations, additions and recisions to the Constitution of the Club shall be by way of a resolution to amend the said Constitution.



- (b) i The resolution shall be discussed at the Annual General Meeting or at a Special Meeting by the presence in person, or representation by proxy ballot, of at least twenty percent (20%) of registered members. The resolution shall include an explanation as to its purpose and effect to The Club.
- ii Approval, by vote, shall be by two-thirds (2/3rds) of those registered members in paragraph (b) above
- (c) i Alterations, additions and recisions to the By-Laws of the Club shall be by way of a resolution to amend the said By-Law.
- ii The proposed amendment shall be passed at a General Meeting by two-thirds (2/3rds) of all registered members present.
- (d) The proposed alteration(s), addition(s) or recision(s) shall not be inconsistent with the Rules for the government of The Club, that is, the resolution shall not alter the rules dealing with payments to members under ARTICLE V of this Constitution, nor alter the dissolution rules under ARTICLE VI of this Constitution, nor shall they be inconsistent to any provisions under the Incorporated Societies Act 1908

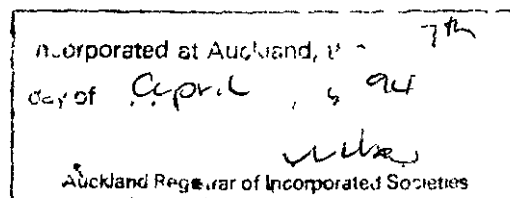
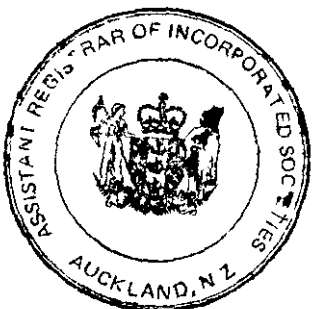
ARTICLE V - PAYMENTS TO MEMBERS

SECTION 1 - PRIVATE USE OF FUNDS

No part of The Club's income or other funds is to be used or be available for the private pecuniary profit of any member or any associated person of any member of The Club.

ARTICLE VI - WINDING UP AND DISSOLUTION

Should The Club be wound up by any of the procedures under Sections 24 - 26 of The Incorporated Societies Act 1908, then all liabilities shall be discharged and any surplus funds shall be donated to the New Zealand Baseball Federation, to be used in the promotion and development of Baseball in New Zealand



HOWICK-PAKURANGA BASEBALL CLUB
INCORPORATED

BY-LAWS

ARTICLE I - MEMBERSHIP

SECTION 1 - ELIGIBILITY

Any person sincerely interested in active participation in the objectives of The Club may apply to become a Member.

SECTION 2 - CLASSES

There shall be the following classes of Members

(a) Adult League Members

- (i) Adult League Members shall be aged 16 yrs of age or over as at 1 August of each year The Club is operating.
- (ii) Any adult player candidate meeting the requirements of The Club may become an Adult League Member. Adult League patrons may also qualify as Adult League Members provided they meet the requirements of The Club. Adult League Members shall be issued a card numbered in sequential order annually.

The Secretary shall maintain the roll of membership to qualify voting Adult League Members. Only Adult League Members in good standing are eligible to vote for the Adult League Board of Directors at the Annual General Meeting.

(b) Youth League Members

- (i) Youth League Members shall be under 16 yrs of age as at 1 August of each year The Club is operating.
- (ii) Any youth player meeting the requirements of The Club may become a Youth League Member. Youth League Members shall be issued a card numbered in sequential order annually. The Secretary shall maintain the roll of membership to qualify voting of the parent(s) of Youth League Members. Only the parents of Youth League Members in good standing are eligible to vote for the Youth League Board of Directors at the Annual General Meeting.

SECTION 3 - SUSPENSION, EXPULSION OR FINES OF MEMBERS

Any conduct by a Club member which is deemed inappropriate by a fellow Club member shall be brought to the attention of the Board of Directors within sixty (60) days of the incident. The Board of Directors shall review the incident and follow up the matter with due care and deliver the most appropriate action, that is, suspension from The Club for a period to be decided upon, permanent expulsion from The Club, or fined an amount to be determined by the Board of Directors.

ARTICLE II - DUES

SECTION 1

A reasonable participation fee for Players may be assessed by The Club to assure its operational continuity. At no time shall payment of any fee be a prerequisite for participation in the youth leagues.

SECTION 2

The Board shall establish dues for the Adult and Youth League Members at the Annual General Meeting.

SECTION 3

Members who fail to pay their fixed dues, where such dues have been set by the Board, within thirty (30) days from the time the same become due, may by vote of the Board be dropped from the rolls and shall forfeit all rights and privileges of membership.

SECTION 4

Members of the Club, who have paid all monies due and payable, may resign from the Club.

ARTICLE III - MEETINGS

SECTION 1 - ANNUAL GENERAL MEETING

The Annual General Meeting of The Club shall be held each year for the purpose of electing a Board of Directors, receiving reports and for the transaction of such business as may properly come before the meeting. The Annual General Meeting for The Club shall be held on or before 31st May each year, as the Board determines.

SECTION 2 - GENERAL MEETINGS

General meetings of the Board Members may be called by one half of the Board of Directors or by the Secretary or President at their discretion.

SECTION 3 - SPECIAL MEETINGS

Upon the written request of ten (10) voting Members, the President shall call a special meeting within thirty (30) days to consider a specific subject. No business other than that specified in the notice of the meeting shall be transacted at any special meeting of the Members.

SECTION 4 - QUORUM

The presence in person or representation by proxy ballot of one-third (1/3) of the Board of Directors shall be necessary to constitute a quorum for the Annual General Meeting or a General Meeting. There will be no quorum required for Special Meetings.

SECTION 5 - METHOD OF VOTING AT MEETINGS

The mode of voting shall be by a show of hands.

ARTICLE IV - NOTICE OF MEETINGS

SECTION 1 - NOTICE FOR ANNUAL GENERAL MEETINGS.

- (a) The Secretary shall, at least 28 days before the date fixed for holding the Annual General Meeting of the Club, cause to be sent to each member of the Club at the address appearing in the register of members, a notice by pre-paid post stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- (b) A member desiring to bring any business before the Annual General Meeting may, within 7 days after the notice of such meeting express a request in writing to the Secretary who shall include that business in the agenda distributed at the Annual General Meeting.

SECTION 2 - NOTICE FOR SPECIAL MEETINGS

The Secretary shall, at least 14 days before the date fixed for holding a Special Meeting of the Club, cause to be sent to each member of The Club at the address in the register of members, a notice by pre-paid post stating the place, date and time of the meeting and nature of the business to be transacted at the meeting.

This is the Document marked "A" referred to in the annexed declaration of Keith E. Wilson made at Howick this 30th date of March 1994. before me

J. Mulder
Witness

MANAGER NZ POST LTD HOWICK
(AN OFFICER DULY AUTHORISED TO TAKE
AND RECEIVE STATUTORY
DECLARATIONS)

30 September 1993

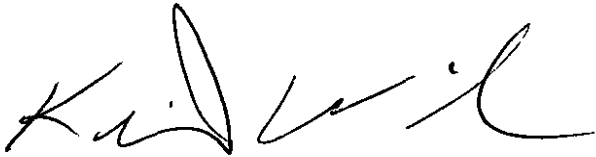
Assistant Registrar of Incorporated Societies
Private Bag
Wellesley Street Post Office 92513
AUCKLAND

Dear Sir/Madam

Re: Notice of Registered Office of Howick-Pakuranga Baseball Club Incorporated

Please take notice that the Registered Office of this Society is now situated at 5
Glenshee Place, Pakuranga

Thank you.



Keith Wilson
President

Howick-Pakuranga Baseball Club Incorporated

P.S. The name and address of the contact person on this project is

Hilton Chan
20 Van Brough Place
Bucklands Beach

05 Apr 94 11:53:59

ARK/027/TAUCKUS

Receipt: 324606/01

Company: 619605

Inc Soc Registration

22.00 FEE + 0.00 L/FEE

= 22.00

INCORPORATED SOCIETIES ACT, 1908

Declaration by a Member of a Society, or a Solicitor, that the signed or sealed Rules are the Rules of the Society

1. (1) *Keith Edgar Wilson*, of (2) *Howick*

(3) *Purchasing Agent*

do solemnly and sincerely declare

as follows

1 That I am a (4) *member of the Howick-Pakuranga Baseball Club Incorporated*

2 That a majority of the members of (5) *the Howick-Pakuranga Baseball Club Incorporated*

has consented to the application for incorporation of the said society, and that such consent has been obtained by (6) *vote*

3 That the rules accompanying the application as set out in the document marked "A" hereto annexed (7) and signed or sealed by the subscribers are the Rules of the Society

And I make this solemn declaration conscientiously believing the same to be true, and by virtue of the provisions of the Oaths and Declarations Act, 1957

Signed (8) *Keith Wilson*

Declared at *Howick*, this *30th* day of *March* 19*94*
before me

MANAGER NZ POST LTD HOWICK
(AN OFFICER DULY AUTHORIZED TO TAKE
AND RECEIVE STATUTORY
DECLARATIONS)

[Signature]

(9) A Justice of the Peace, Post Master, Solicitor, Notary Public or other person authorised to take a Statutory Declaration

- NOTES
- (1) Full name of the person making the declaration
 - (2) Place of abode e.g. Wellington or Dunedin
 - (3) Occupation e.g. Driver or Cleaner or Clerk
 - (4) State whether you are a member of the society or its solicitor
 - (5) The full name of the society
 - (6) State the way in which consent has been obtained
 - (7) The document attached must have written upon it a capital A plus the following

"This is the document marked "A" referred to in the annexed declaration of (1)
made at _____ this _____ day of _____ 19 _____ before me"

This will be completed and signed by the person taking the statutory declaration (refer to note 8 below)

- (8) To be signed by the person making the declaration
- (9) Statutory Declarations can only be taken by persons specially authorised for the purpose. The JP etc must sign here and complete the exhibit note referred to in note (6) above

APPLICATION FOR INCORPORATION

We the fifteen persons whose signatures appear below, are members of

(name of Society) HOWICK - PAKURANGA BASEBALL CLUB

As members of the society we hereby apply for the incorporation of our society under the Rules of the Society as supplied with this application, in accordance with the Incorporated Societies Act 1908

Dated this 30th day of MAR 1994

APPLICANT		WITNESS	
1 Signature Occupation <i>Kerollean</i> Student	Address <i>5 Opal Ave</i> Puke.	Signature Occupation <i>Alle</i> Asst. Acct.	Address <i>20 Vabrygh P.</i> Bucklands Bel.
2 Signature Occupation <i>Alato</i> Carpenter.	Address <i>7 FREYSEKER</i> Pl. Howick	Signature Occupation <i>Alle</i> Asst. Acct.	Address <i>20 Vabrygh Pl.</i> Bucklands Bel.
3 Signature Occupation <i>Robert Landers</i> Teacher Teacher	Address <i>74 Kinder Plank</i> Meadowbank	Signature Occupation <i>Alle</i> Asst. Acct.	Address <i>20 Vabrygh Pl.</i> Bucklands Bel.
4 Signature Occupation <i>D. O. C.</i> Post Phys	Address <i>25 Pineapple Ave</i> Howick	Signature Occupation <i>Alle</i> Asst. Acct.	Address <i>20 Vabrygh Pl.</i> Bucklands Bel.
5 Signature Occupation <i>M. C.</i> Dede-mg	Address <i>25 ORINDA C</i> Howick	Signature Occupation <i>Alle</i> Asst. Acct.	Address <i>20 Vabrygh Pl.</i> Bucklands Bel.
6 Signature Occupation <i>M. A. L. Jucker</i> Teacher Aide	Address <i>57A Ridge Rd</i> HOWICK	Signature Occupation <i>Alle</i> Asst. Acct.	Address <i>20 Vabrygh Pl.</i> Bucklands Bel.
7 Signature Occupation <i>Annif. Cannon</i> STUDENT	Address <i>32 Opal</i> Ave, Pakuranga	Signature Occupation <i>Alle</i> Asst. Acct.	Address <i>20 Vabrygh Pl.</i> Bucklands Bel.
8 Signature Occupation <i>A. G. S.</i> Bank's Teller	Address <i>45A Elliot</i> Street, Howick	Signature Occupation <i>Alle</i> Asst. Acct.	Address <i>20 Vabrygh Pl.</i> Bucklands Bel.
9 Signature Occupation <i>J. Shasfle</i> Accounts Manager	Address <i>43B Vineart</i> St Howick	Signature Occupation <i>Alle</i> Asst. Acct.	Address <i>20 Vabrygh Pl.</i> Bucklands Bel.
10 Signature Occupation <i>K. W. L.</i> Purchasing Agent	Address <i>5 Glenstee Pl</i> Howick	Signature Occupation <i>Alle</i> Asst. Acct.	Address <i>20 Vabrygh Pl.</i> Bucklands Bel.
11 Signature Occupation <i>W. J.</i> SMESMANAGER	Address <i>61 GIBRALTAR ST</i> Howick	Signature Occupation <i>Alle</i> Asst. Acct.	Address <i>20 Vabrygh Pl.</i> Bucklands Bel.
12 Signature Occupation <i>A. S. Jones</i> JOINER	Address <i>2/252</i> 6/ Beach Rd	Signature Occupation <i>Alle</i> Asst. Acct.	Address <i>20 Vabrygh Pl.</i> Bucklands Bel.
13 Signature Occupation <i>A. W. L.</i> AUTO ENGINEER	Address <i>7 ALLAND PL</i> HOWICK	Signature Occupation <i>Alle</i> Asst. Acct.	Address <i>20 Vabrygh Pl.</i> Bucklands Bel.
14 Signature Occupation <i>J. S. J.</i> Software Programmer	Address <i>2/2 Dawling Pl</i> Pakuranga	Signature Occupation <i>Alle</i> Asst. Acct.	Address <i>20 Vabrygh Pl.</i> Bucklands Bel.
15 Signature Occupation <i>A. E. J.</i> PRINTER & PAPER HANGER	Address <i>28/4 UNBRIDGERD</i> HOWICK	Signature Occupation <i>Alle</i> Asst. Acct.	Address <i>20 Vabrygh Pl.</i> Bucklands Bel.

NOTES A TWO copies of this application are required Applicants should sign in the same place on each copy
 B A person who is an applicant CANNOT be a witness to the signature of any of the other applicants